

RECORDATION NO. 22320 ^{kk} FILED

JUN 29 '07 -8 25 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

June 29, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease dated as of June 28, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to Memoranda of Lease Agreement being filed with the Board within Recordation Number 22320.

The name and address of the party to the enclosed document are:

Lessor: The CIT Group/Equipment Financing, Inc.
505 Fifth Avenue
New York, New York 10017

[Lessee: J.R. Simplot Company
323 Lafond Street
Caldwell, Idaho 83605]

The CIT Group/Equipment Financing, Inc.
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A description of the railroad equipment covered by the enclosed document is:

35 cars, 19 within the series JRSX 10100 - JRSX 10124 and 16 within the series JRSX 11102 - JRSX 11131 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Termination of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

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TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc., a Delaware corporation ("CIT"), is the successor lessor under that certain Master Lease Agreement dated August 17, 1999 (the "Master Lease") and that certain Replacement Schedule No. 1000099101 dated as of September 29, 1999 (the "Schedule"; the Schedule and the Master Lease as it relates to the Schedule, collectively, the "Lease") between Banc One Leasing Corporation ("Banc One") (to which CIT is successor in interest), as lessor, and J.R. Simplot Company, as lessee (the "Lessee"), with respect to the lease by CIT to the Lessee of thirty-five (35) railcars identified on Exhibit A hereto (the "Cars").

The following Memoranda of Lease Agreement relating to the Cars between Banc One and Lessee and certain other railroad equipment were duly filed with the Surface Transportation Board on the dates and recorded under the recordation numbers shown below:

<u>Dated</u>	<u>Filing Date</u>	<u>Recordation Number</u>
August 12, 1999	August 16, 1999	22320
August 30, 1999	September 1, 1999	22320-A
September 7, 1999	September 9, 1999	22320-B
September 16, 1999	September 21, 1999	22320-C

A Memorandum of Lease Agreement Dated as of June 24, 2003 between CIT and Lessee, relating to certain equipment under the Lease was duly filed and recorded with the Surface Transportation Board on June 26, 2003 under Recordation Number 22320-II.

An Assignment and Assumption Agreement and Bill of Sale between CIT and Banc One were duly filed and recorded with the Surface Transportation Board on June 26, 2005 under Recordation Number 22320-Z.

This Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 28th day of June, 2007.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Catherine Stogrich

Name: Catherine Stogrich

Title: Vice President

EXHIBIT A

Sixteen (16) Union Tank 111A100W1 tank cars with rubber linings and the following numbers:

JRSX 11102, 11103, 11106, 11108, 11110, 11111, 11114, 11115, 11116, 11117, 11118, 11119, 11121, 11123, 11124, 11131


Nineteen (19) Trinity industries rail cars with the following numbers:

JRSX 10100, 10101, 10102, 10103, 10104, 10105, 10106, 10107, 10108, 10109, 10110, 10111, 10112, 10113, 10114, 10115, 10121, 10123, 10124

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/29/07



Robert W. Alvord